Case 4:07-cv-05944-JST Document 3161-2 Filed 11/26/14 Page 1 of 2

I, ELIOT A. ADELSON, declare:

- 1. I am an attorney licensed to practice law in the State of California and in the United States District Court for the Northern District of California. I am a partner with the firm Kirkland & Ellis LLP, and counsel of record in this litigation for Defendants Hitachi America, Ltd., Hitachi Displays, Ltd. (n/k/a Japan Display Inc.), Hitachi Electronic Devices (USA), and Hitachi Ltd. (the "Hitachi Defendants"). I submit this declaration in support of the SDI and Hitachi Defendants' Joint Opposition to Direct Purchaser Class Member Sharp's Administrative Motion for Case Management Conference and Response to the Court's Order Requesting Supplemental Briefing. I make this declaration of my own personal knowledge, and if called upon to do so, could and would testify competently to the facts contained herein.
- 2. As outside counsel, I was personally involved in the negotiation of the Hitachi Defendants' settlement with the Direct Purchaser Plaintiffs in this litigation. The Hitachi Defendants negotiated and agreed to this settlement with the understanding that there would be a single, clearly defined opt out period, consistent with the approach followed for past settlements in this litigation and the vast majority of class action settlements generally.

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct to the best of my knowledge. Executed on November 26, 2014 at San Francisco, California.

By /s/ Eliot A. Adelson
ELIOT A. ADELSON

Pursuant to Local Rule 5-1(i), the filer attests that concurrence in the filing of this document has been obtained from the above signatory.